



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Department of the Treasury  
Internal Revenue Service

For calendar year 2011 or other tax year beginning 07/01, 2011, and ending 06/30, 2012. See separate instructions.

Open to Public Inspection for 501(c)(3) Organizations Only

**A**  Check box if address changed

**B** Exempt under section  
 501(C)(3)  408(e)  220(e)  408A  530(a)  529(a)

**C** Book value of all assets at end of year: 17,821,195.

**D** Employer identification number (Employees' trust, see instructions): 62-0475747

**E** Unrelated business activity codes (See instructions): 523000

**F** Group exemption number (See instructions):

**G** Check organization type:  501(c) corporation  501(c) trust  401(a) trust  Other trust

Name of organization (  Check box if name changed and see instructions )  
 MEMPHIS JEWISH FEDERATION  
 Number, street, and room or suite no. If a P O box, see instructions  
 6560 POPLAR AVENUE  
 City or town, state, and ZIP code  
 MEMPHIS, TN 38138

**H** Describe the organization's primary unrelated business activity: INVESTMENT IN PARTNERSHIP

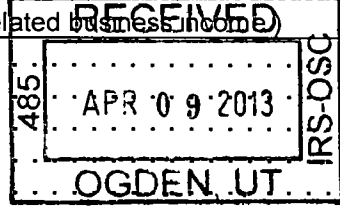
**I** During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group?  Yes  No  
 If "Yes," enter the name and identifying number of the parent corporation:

**J** The books are in care of: KRISTI PEARSON Telephone number: 901-767-7100

Part I Unrelated Trade or Business Income		(A) Income	(B) Expenses	(C) Net
1a	Gross receipts or sales			
b	Less returns and allowances			
	c Balance	1c		
2	Cost of goods sold (Schedule A, line 7)	2		
3	Gross profit Subtract line 2 from line 1c	3		
4a	Capital gain net income (attach Schedule D)	4a	26,097.	26,097.
b	Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		
c	Capital loss deduction for trusts	4c		
5	Income (loss) from partnerships and S corporations (attach statement)	5	20,136. ATCH 1	20,136.
6	Rent income (Schedule C)	6		
7	Unrelated debt-financed income (Schedule E)	7		
8	Interest, annuities, royalties, and rents from controlled organizations (Schedule F)	8		
9	Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10	Exploited exempt activity income (Schedule I)	10		
11	Advertising income (Schedule J)	11		
12	Other income (See instructions, attach schedule)	12		
13	<b>Total.</b> Combine lines 3 through 12.	13	46,233.	46,233.

**Part II Deductions Not Taken Elsewhere** (See instructions for limitations on deductions) (Except for contributions, deductions must be directly connected with the unrelated business income)

14	Compensation of officers, directors, and trustees (Schedule K)	14	
15	Salaries and wages	15	
16	Repairs and maintenance	16	
17	Bad debts	17	
18	Interest (attach schedule)	18	
19	Taxes and licenses	19	
20	Charitable contributions (See instructions for limitation rules)	20	
21	Depreciation (attach Form 4562)	21	
22	Less depreciation claimed on Schedule A and elsewhere on return	22a	22b
23	Depletion	23	
24	Contributions to deferred compensation plans	24	
25	Employee benefit programs	25	
26	Excess exempt expenses (Schedule I)	26	
27	Excess readership costs (Schedule J)	27	
28	Other deductions (attach schedule)	28	
29	<b>Total deductions.</b> Add lines 14 through 28	29	
30	Unrelated business taxable income before net operating loss deduction Subtract line 29 from line 13	30	46,233.
31	Net operating loss deduction (limited to the amount on line 30)	31	
32	Unrelated business taxable income before specific deduction Subtract line 31 from line 30	32	46,233.
33	Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)	33	1,000.
34	<b>Unrelated business taxable income.</b> Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32.	34	45,233.



SCANNED APR 10 2013

Part III Tax Computation

Table with 3 columns: Description, Line Number, Amount. Includes rows for Organizations Taxable as Corporations, Trusts Taxable at Trust Rates, Proxy tax, Alternative minimum tax, and Total.

Part IV Tax and Payments

Table with 3 columns: Description, Line Number, Amount. Includes rows for Foreign tax credit, Other credits, General business credit, Total credits, Subtract line 40e from line 39, Other taxes, Total tax, Payments, Total payments, Estimated tax penalty, Tax due, Overpayment, and Enter the amount of line 48.

Part V Statements Regarding Certain Activities and Other Information (see instructions)

Table with 3 columns: Question, Yes, No. Includes questions about foreign interest, foreign trusts, and tax-exempt interest.

Schedule A - Cost of Goods Sold. Enter method of inventory valuation

Table with 3 columns: Description, Line Number, Amount. Includes rows for Inventory at beginning/end of year, Purchases, Cost of labor, Additional section 263A costs, and Total.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here: Signature of officer (Jeffrey Feld), Date (3/28/13), Title (Executive Director). Includes box for May the IRS discuss this return with the preparer.

Paid Preparer Use Only: Preparer's name (MARK D. PUCKETT, CPA), Signature, Date (3-28-13), Firm's name (BDO USA, LLP), Firm's address (6075 POPLAR AVE, STE 630 MEMPHIS, TN 38119), Firm's EIN (13-5381590), Phone no (901-680-7600).

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property) (see instructions)

1. Description of property

Table with 1 column for description of property, rows (1) through (4).

2. Rent received or accrued

Table with 3 columns: (a) From personal property, (b) From real and personal property, 3(a) Deductions directly connected with the income. Rows (1) through (4) and Total.

(c) Total income. Add totals of columns 2(a) and 2(b) Enter here and on page 1, Part I, line 6, column (A) . . . . .

(b) Total deductions. Enter here and on page 1, Part I, line 6, column (B) . . . . .

Schedule E - Unrelated Debt-Financed Income (see instructions)

Table with 5 columns: 1. Description of debt-financed property, 2. Gross income from or allocable to debt-financed property, 3. Deductions directly connected with or allocable to debt-financed property (a) Straight line depreciation, (b) Other deductions, 4. Amount of average acquisition debt, 5. Average adjusted basis, 6. Column 4 divided by column 5, 7. Gross income reportable, 8. Allocable deductions. Includes Totals row and instructions for page 1.

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

Table with 6 columns: 1. Name of controlled organization, 2. Employer identification number, 3. Net unrelated income (loss), 4. Total of specified payments made, 5. Part of column 4 that is included in the controlling organization's gross income, 6. Deductions directly connected with income in column 5. Rows (1) through (4).

Nonexempt Controlled Organizations

Table with 5 columns: 7. Taxable Income, 8. Net unrelated income (loss), 9. Total of specified payments made, 10. Part of column 9 that is included in the controlling organization's gross income, 11. Deductions directly connected with income in column 10. Includes Totals row and instructions for page 1.

Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization (see instructions)

Table with 5 columns: 1. Description of income, 2. Amount of income, 3. Deductions directly connected, 4. Set-asides, 5. Total deductions and set-asides. Includes rows (1)-(4) and a Totals row.

Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

Table with 7 columns: 1. Description of exploited activity, 2. Gross unrelated business income, 3. Expenses directly connected, 4. Net income (loss), 5. Gross income from activity, 6. Expenses attributable, 7. Excess exempt expenses. Includes rows (1)-(4) and a Totals row.

Schedule J - Advertising Income (see instructions)

Part I Income From Periodicals Reported on a Consolidated Basis

Table with 7 columns: 1. Name of periodical, 2. Gross advertising income, 3. Direct advertising costs, 4. Advertising gain or (loss), 5. Circulation income, 6. Readership costs, 7. Excess readership costs. Includes rows (1)-(4) and a Totals row.

Part II Income From Periodicals Reported on a Separate Basis (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

Table with 7 columns: 1. Name of periodical, 2. Gross advertising income, 3. Direct advertising costs, 4. Advertising gain or (loss), 5. Circulation income, 6. Readership costs, 7. Excess readership costs. Includes rows (1)-(4) and a Totals row.

Schedule K - Compensation of Officers, Directors, and Trustees (see instructions)

Table with 4 columns: 1. Name, 2. Title, 3. Percent of time devoted to business, 4. Compensation attributable to unrelated business. Includes rows (1)-(4) and a Total row.



Schedule B Foreign Tax Credit (Report all foreign tax amounts in U.S. dollars)

Part I - Foreign Taxes Paid, Accrued, and Deemed Paid (see instructions)

Table with columns: 1. Credit is Claimed for Taxes, 2. Foreign Taxes Paid or Accrued, 3. Tax Deemed Paid. Rows include Dividends, Interest, Section 863(b) Income, Foreign Branch Income, Services Income, and Other.

Part II - Separate Foreign Tax Credit (Complete a separate Part II for each applicable category of income)

Table with 12 rows (1a-12) for foreign tax categories. Includes Total foreign taxes paid or accrued, Foreign taxes suspended, Total taxes deemed paid, Reductions of taxes paid, Taxes reclassified under high-tax kickout, Carryover of foreign taxes, Total foreign taxes, and U.S. income tax credit.

Part III - Summary of Separate Credits (Enter amounts from Part II, line 12 for each applicable category of income. Do not include taxes paid to sanctioned countries.)

Table with 6 rows for separate credits: Credit for taxes on passive category income, Credit for taxes on general category income, Credit for taxes on income re-sourced by treaty, Total (add lines 1 through 3), Reduction in credit for international boycott operations, and Total foreign tax credit.

**SCHEDULE K  
(Form 1118)**

(December 2009)

Department of the Treasury  
Internal Revenue Service

Name of corporation

MEMPHIS JEWISH FEDERATION

Use a separate Schedule K (Form 1118) for each category of income listed below. Check only one box on each schedule.

- Passive Category Income  
 General Category Income

Section 901(j) Income Name of Sanctioned Country \_\_\_\_\_  
 Income Re-sourced by Treaty Name of Country \_\_\_\_\_

For calendar year 20\_\_ -- \_\_, or other tax year beginning JULY 1 -- 20\_\_ -- \_\_, and ending JUNE 30, 20\_\_ -- \_\_ -- \_\_  
▶ See separate instructions.  
▶ Attach to Form 1118.

OMB No 1545-0122

Employer Identification Number

62-0475747

	(i) 10th Preceding Tax Year	(ii) 9th Preceding Tax Year	(iii) 8th Preceding Tax Year	(iv) 7th Preceding Tax Year	(v) 6th Preceding Tax Year	(vi) 5th Preceding Tax Year	(vii) Subtotal (add columns (i) through (vi))
<b>1</b> Foreign Tax Carryover Reconciliation							
Foreign tax carryover from the prior tax year (enter the amount from line 6 of the worksheet in the instructions)							
<b>2</b> Adjustments to line 1 (enter description - see instructions)							
<b>a</b> Carryback adjustment (see instructions)							
<b>b</b> Adjustments for section 905(c) redeterminations (see instructions)							
<b>c</b>							
<b>d</b>							
<b>e</b>							
<b>f</b>							
<b>g</b>							
<b>3</b> Adjusted foreign tax carryover from prior tax year (combine lines 1 and 2)							
<b>4</b> Foreign tax carryover utilized in current tax year (enter as a negative number)							
<b>5</b> Foreign tax carryover expired unused in current tax year (enter as a negative number)							
<b>6</b> Foreign tax carryover generated in current tax year							
<b>7</b> Actual or estimated amount of line 6 to be carried back to prior tax year (enter as a negative number)							
<b>8</b> Foreign tax carryover to the following tax year. Combine lines 3 through 7	<b>-0-</b>						

For Paperwork Reduction Act Notice, see the instructions for Form 1118.



Foreign Tax Carryover Reconciliation (continued)	(viii) Subtotal from page 1 (enter the amounts from column (vii) on page 1)	(ix) 4th Preceding Tax Year	(x) 3rd Preceding Tax Year	(xi) 2nd Preceding Tax Year	(xii) 1st Preceding Tax Year	(xiii) Current Tax Year	(xiv) Totals (add columns (vii) through (xiii))
<b>1</b> Foreign tax carryover from the prior tax year (enter the amount from line 6 of the worksheet in the instructions)			1,230.00	963.00	1,166.00		3,359.00
<b>2</b> Adjustments to line 1 (enter description - see instructions) <b>a</b> Carryback adjustment (see instructions)							
<b>b</b> Adjustments for section 905(c) redeterminations (see instructions)							
<b>c</b>							
<b>d</b>							
<b>e</b>							
<b>f</b>							
<b>g</b>							
<b>3</b> Adjusted foreign tax carryover from prior tax year (combine lines 1 and 2) Enter the column (xiv) total on the current year Form 1118, Schedule B, Part II, line 5			1,230.00	963.00	1,166.00		3,359.00
<b>4</b> Foreign tax carryover utilized in current tax year (enter as a negative number)							
<b>5</b> Foreign tax carryover expired unused in current tax year (enter as a negative number)							
<b>6</b> Foreign tax carryover generated in current tax year						4,921.00	4,921.00
<b>7</b> Actual or estimated amount of line 6 to be carried back to prior tax year (enter as a negative number)							
<b>8</b> Foreign tax carryover to the following tax year. Combine lines 3 through 7			1,230.00	963.00	1,166.00	4,921.00	8,280.00

ATTACHMENT 1

FORM 990T - LINE 5 -INCOME (LOSS) FROM PARTNERSHIPS

IRONWOOD CAPITAL PARTNERS L.P.  
JCEP, LLP

21,294.  
-1,158.

INCOME (LOSS) FROM PARTNERSHIPS

20,136.

FORM 990T - LINE 44 - OTHER CREDITS AND PAYMENTS

US TAXES WH THRU IRONWOOD CAPITAL PARTNERS L.	11.
CREDIT THRU IRONWOOD CAPITAL PARTNERS L.P.	4.
MISC CREDIT THRU IRONWOOD CAPITAL PARTNERS L.	2.
	-----
TOTAL LINE 44 - OTHER CREDITS AND PAYMENTS	<u>17.</u>